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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: CORPORATE CREATIONS ENTERPRISES, INC.
CONTACT: FRANK A RODRIGUEZ
PHONE: (561)694-8107

ACCT#: 072100000245

FAX #: (561)694-1639

NAME: QUANTUM MAGNETICS, INC.
AUDIT NUMBER.....H97000001469
DOC TYPE.....BASIC AMENDMENT
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01/28/87 18:01 Fl. Dept. of State pl /1

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 29, 1997

QUANTUM MAGNETICS, INC.
4926 INDIAN SPRINGS COURT
PLANT CITY, FL 33565

SUBJECT: QUANTUM MAGNETICS, INC.
REF: F97000004413

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H97000001469
Letter Number: 897A00004674

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DIVISION OF CORPORATIONS

H97000001469

**Amended and Restated Articles of Incorporation
of
Quantum Magnetix, Inc.**

These Amended and Restated Articles of Incorporation have been duly adopted by the Board of Directors of the corporation named above. Because no shares have been issued, none of the amendments require shareholder approval. These Amended and Restated Articles of Incorporation amend the Articles of Incorporation in their entirety, except for the name and address of the original incorporator, and were adopted on January 28, 1997.

Article I. Name

The name of this Florida corporation is:
Quantum Magnetix, Inc.

Article II. Address

The mailing address of the Corporation is:
Quantum Magnetix, Inc.
4044 Dorado Drive
Palm Beach Gardens FL 33418

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Richard R. Pratt III ✓
Bradley Allen Ball ✓
Shawn Olsen ✓
Clinton C. Humphreys,

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Corporate Creations International Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418-3967
(561) 694-8107

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The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Article V. Capital Stock


The Corporation shall have the authority to issue 2,000,000 shares of common stock, par value \$.001 per share.

Article VI. Corporate Existence

The corporate existence of the Corporation shall begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on January 29, 1997

Quantum Magnetics, Inc.

By: 
Clinton C. Humphreys, Director
by F.A. Rodriguez as attorney-in-fact

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Corporate Creations International Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418-3967
(561) 694-8107

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:

Quantum Magnetics, Inc.

REGISTERED AGENT:

**Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**Corporate Creations Enterprises, Inc.
Frank A. Rodriguez, President**

Date: January 29, 1997

H97000001469

**Corporate Creations International Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418-3967
(561) 694-8107**